9037

FORM B10 (Official Form 10) (10/05)			· · · · · · · · · · · · · · · · · · ·					
UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW Y	ORK.		PROOF OF CLAIM					
Name of Debtor	Case 1	Number	7					
Delphi Automotive Systems, LLC	05-4	4640	Claim#09037 USBC SDNY					
NOTE: This form should not be used to make a claim for an administ	rative ex	pense arising after the commenceme	nt Delphi Corporation, et al.					
of the case. A "request" for payment of an administrative expense may be	filed pu	irsuant to 11 U.S.C. § 503.	05-44481 (RDD)					
Name of Creditor (The person or other entity to whom the debtor owes		neck box if you are aware that anyone	7					
money or property):		se has filed a proof of claim relating to						
TT Electronics OPTEK Technology		ur claim. Attach copy of statement						
		ving particulars.	Received					
Name and address where notices should be sent:		neck box if you have never received ar	· ·					
David M. Schilli	ca	tices from the bankruptcy court in this						
Robinson, Bradshaw & Hinson, P.A.	l	neck box if the address differs from the	JUL` 1 0 2006					
101 North Tryon Street, Suite 1900		dress on the envelope sent to you by	[
Charlotte, NC 28246	the	e court.	Kurtzman Carson					
Telephone number: 704-377-2536	<u> </u>		THIS SPACE IS FOR COURT USE ONLY					
Last four digits of account or other number by which creditor identifies	Check	here replaces						
debtor:	if this	claim amends	y filed claim, dated:					
1. Basis for Claim	<u> </u>							
☐ Goods sold								
Services performed		tetiree benefits as defined in 11 U.S.C.						
☐ Money loaned		Vages, salaries, and compensation (fill	out below)					
Personal injury/wrongful death		ast four digits of SS#:	armed					
☐ Taxes		romtoto	The					
Other		(date)	(date)					
2. Date debt was incurred: Various (see attached)	3. I	f court judgment, date obtained:						
	<u> </u>							
4. Classification of Claim. Check the appropriate box or boxes that bes	t describ	e your claim and state the amount of t	ne claim at the time case filed. See reverse					
side for important explanations.		1						
Unsecured Nonpriority Claim \$1,654,378.44		Secured Claim Check this box if your claim is	secured by collateral (including a right of					
Check this box if: a) there is no collateral or lien securing your claim, your claim exceeds the value of the property securing it, or if c) none of or		setoff).	ecured by conateral (including a right of					
of your claim is entitled to priority.	пу рап	Brief Description of Colla	teral:					
		☐ Real Estate ☐ Motor	Vehicle Other					
Unsecured Priority Claim Check this box if you have an unsecured claim, all or part of which is e	المراه لاميا	Value of Collateral: \$	s at time case filed included in secured					
to priority.	annea	claim, if any: \$	ges <u>at thire ease filed</u> included in secured					
Amount entitled to priority \$21,833.87								
Specify the priority of the claim:								
Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)	(B)		d purchase, lease, or rental of property or					
☐ Wages, salaries, or commissions (up to \$10,000),* earned within 180 d			household use – 11 U.S.C. § 507(a)(7) mmental units – 11 U.S.C. § 507(a)(8).					
before filing of the bankruptcy petition or cessation of the debtor's busines			raph of 11 U.S.C. § 507(a)(2). (See attached)					
whichever is earlier – 11 U.S.C. § 507(a)(4).								
☐ Contributions to an employee benefit plan – 11 U.S.C. § 507(a)(5).			on 4/1/07 and every 3 years thereafter with					
		respect to cases commenced on	or after the date of dajustment.					
5. Total Amount of Claim at Time Case Filed: \$1,654.	378.44	\$ \$21,833.87 \$1,670	5,212.31					
(unsec	ured)	(secured) (priority) (Total)					
☐ Check this box if claim includes interest or other charges in addition to	the prin	cipal amount of the claim. Attach iter	nized statement of all interest or additional					
charges.								
			T = 2 2					
6. Credits: The amount of all payments on this claim has been credited	and dedu	cted for the purpose of making this	THIS SPACE IS FOR COURT USE ONLY					
proof of claim.								
7. Supporting Documents: Attach copies of supporting documents, suc								
invoices, itemized statements of running accounts, contracts, court jud	•							
evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUM explain. If the documents are voluminous, attach a summary.	EN13.	n the documents are not available,						
 Date-Stamped Copy: To receive an acknowledgment of the filing of envelope and copy of this proof of claim. 	your cla	ini, enciose a stamped, self-addressed						
Date Sign and print the name and title, if any, o	f the cre	ditor or other person authorized to fil	-					
this claim (attach copy of power of attorney								
6/00/04 Minula & 2	<u>1. P. (</u>	to Cotok Technolys						
Penalty for presenting fraudulent claim: Fine of up to \$500	,000 or	imprisonment for up to 5 years, or got	a. 18 U.S.C. §§ 152 and 3571.					

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05-44481-rdd Doc 9449-1 Filed 09/20/07 Entered 09/20/07 11:57:43 Exhibit A Pg 2 of 8

Attachment to Proof of Claim of TT Electronics OPTEK Technology In re Delphi Automotive Systems, LLC Case No. 05-44640

As set forth on the attached proof of claim and described in greater detail below, the claim of TT Electronics OPTEK Technology (the "Creditor") against Delphi Automotive Systems, LLC (the "Debtor") is comprised of the following components: (A) a reclamation claim having administrative expense priority status under 11 U.S.C. §§ 503 and 507(a)(2) in the amount of \$21,833.87, and (B) a general unsecured claim in the amount of \$1,654,378.44.

As of the filing of the voluntary petition on October 8, 2005 (the "Filing Date"), the Creditor was owed \$1,733,444.19 (the "Pre-Petition Balance") for product manufactured for and delivered to the Debtor and for related charges. A summary statement of the invoices comprising the Pre-Petition Balance is attached hereto as **Exhibit A** and incorporated herein by reference.

(A) The Reclamation Claim

The Creditor delivered a written reclamation demand dated October 14, 2005, to the Debtor in the amount of \$417,596.12 covering all goods sold and delivered to the Debtor by the Creditor within the periods described in § 2-702 of the Uniform Commercial Code and 11 U.S.C. § 546. The invoices that were the subject of the Creditor's written reclamation demand are included within the Pre-Petition Balance. Pursuant to the Amended Final Order Pursuant To 11 U.S.C. §§ 362, 503 And 546 And Fed. R. Bankr. Pro. 9019 Establishing Procedures For Treatment Of Reclamation Claims entered by the Court on November 4, 2005 (the "Amended Reclamation Procedures Order"), the Debtor reconciled the Creditor's written reclamation demand (assigned Delphi Reclamation Nos. 369 and 376) and determined that, subject to the Reserved Defenses (as defined in the Amended Reclamation Procedures Order), the amount of \$21,833.87 (the "Reconciled Reclamation Amount") was the maximum allowable amount of the Creditor's reclamation demand entitled to priority as an administrative expense. A copy of the Debtor's schedule showing those invoices comprising the Reconciled Reclamation Amount is attached hereto as Exhibit B and incorporated herein by reference. The Creditor accepted the Reconciled Reclamation Amount and, therefore, has an Allowed Reclamation Claim as defined in and pursuant to the Amended Reclamation Procedures Order that is entitled to administrative expense priority status under 11 U.S.C. §§ 503 and 507(a)(2) to the extent set forth in the Amended Reclamation Procedures Order.

(B) General Unsecured Claim

The Creditor's general pre-petition unsecured claim in the amount of \$1,654,378.44 was calculated by starting with the Pre-Petition Balance and subtracting (i) the amount of the Allowed Reclamation Claim set forth in (A) above, and (ii) the amount actually received from the Debtor pursuant to the Supplier Agreement Assumption Procedures Order and the Assumption Agreement (as each is defined below), all as more particularly described below.

The Creditor and the Debtor are parties to a sole source supplier agreement that has been assumed by the Debtor pursuant to the Order Under 11 U.S.C. §§ 363(b) And 365(a) And Fed. R. Bankr. Pro. 9019 Approving Procedures To Assume Certain Amended And Restated Sole Source Supplier Agreements entered by the Court on December 12, 2005 (the "Supplier Agreement

Assumption Procedures Order"). The Creditor and the Debtor have entered into an Assumption Agreement as that term was defined in the Supplier Agreement Assumption Procedures Order. Following assumption of the sole source supplier agreement, the Debtor is to make certain payments to the Creditor pursuant to the Supplier Agreement Assumption Procedures Order and the Assumption Agreement. As of the date of this proof of claim, the Creditor has received the sum of \$57,231.88 from the Debtor pursuant to the Supplier Agreement Assumption Procedures Order and the Assumption Agreement. The Creditor has credited the amount so received to the unsecured portion of the Pre-Petition Balance.

Reservation of Rights

The Creditor reserves the right to amend this proof of claim to (a) increase the amount of its general unsecured claim if the Allowed Reclamation Claim is not paid in full as an administrative priority claim, and (b) increase the amount of its general unsecured claim if the Creditor is required to repay to the Debtor any amount already paid to the Creditor under the Supplier Agreement Assumption Procedures Order and the Assumption Agreement. The Creditor files this proof of claim without prejudice to or waiver of any rights or remedies to which it may be entitled under the Bankruptcy Code, applicable law or any order of the Bankruptcy Court, including without limitation the Amended Reclamation Procedures Order and the Supplier Agreement Assumption Procedures Order.

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Legal Entity: Delphi Automotive Systems, LLC

Reclamation	
Delphi	

Bill To	Invoiced Amount	Agreed to Pay
Delphi Safety & Interiors	173,278.25	21,833.87
Delphi Energy & Chasis	1,560,165.94	

Total 1,733,444.19 21,833.87

EXHIBIT ____

Opco Name: TT Optek Technology

21-Jun-06

proof_of_claims

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	Delphi			TT Electronics		Amount	Amount
PO Number	"Ship To" Location	"Bill To" Customer Name	Invoice Number	Invoice Date	Invoice Amount	Filed with Reclaim	Delphi Agreed To Pay
FDS82735	Brownsville, Tx	Delphi Safety & Interiors	335952	07/22/05	171.25		
FDS82882	Brownsville, Tx	Delphi Safety & Interiors	338102	08/31/05	12,258.90		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338116	09/01/05	1,980.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338166	09/02/05	1,982.00	#	
550022209	Columbus, Ohio	Delphi Safety & Interiors	338322	09/06/05	1,982.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338386	09/07/05	990.00		
FDS82882	Brownsville, Tx	Delphi Safety & Interiors	338477	09/08/05	2,846.10		
FDS82882	Brownsville, Tx	Delphi Safety & Interiors	338478	09/08/05	2,120.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338437	09/08/05	1,982.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	338546	09/09/05	4,653.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338517	09/09/05	1,982.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	338635	09/12/05	5,170.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338596	09/12/05	990.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	338699	09/13/05	6,204.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338675	09/13/05	992.00		
550078586	Brownsville, Tx						×
550070300	Columbus, Ohio	Delphi Safety & Interiors	338767 338747	09/14/05 09/14/05	4,136.00		
550022209		Delphi Safety & Interiors			2,864.00		
	Brownsville, Tx	Delphi Safety & Interiors	338837	09/15/05	3,102.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	338843	09/15/05	3,102.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338798	09/15/05	2,972.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	338964	09/19/05	10,857.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	338965	09/19/05	10,340.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	338928	09/19/05	990.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	339050	09/20/05	10,857.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	339020	09/20/05	990.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	339137	09/21/05	10,857.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	339086	09/21/05	1,828.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	339208	09/22/05	12,408.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	339175	09/22/05	990.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	339264	09/23/05	10,340.00		
550022209	Columbus, Ohio	Delphi Safety & Interiors	339234	09/23/05	1,982.00		
550078586	Brownsville, Tx	Delphi Safety & Interiors	339374	09/26/05	6,204.00	6,204.00	6,204.00
550022209	Columbus, Ohio	Delphi Safety & Interiors	339342	09/26/05	990.00	990.00	
550022209	Columbus, Ohio	Delphi Safety & Interiors	339438	09/27/05	1,982.00	1,982.00	770.96
550022209	Columbus, Ohio	Delphi Safety & Interiors	339504	09/28/05	2,752.96	2,752.96	
550022209	Columbus, Ohio	Delphi Safety & Interiors	339550	09/29/05	990.00	990.00	
550078586	Brownsville, Tx	Delphi Safety & Interiors	339672	09/30/05	9,306.00	9,306.00	9,306.00
550022209	Columbus, Ohio	Delphi Safety & Interiors	339642	09/30/05	1,982.00	1,982.00	
550078586	Brownsville, Tx	Delphi Safety & Interiors	339752	10/03/05	5,170.00	5,170.00	5,170.00
550022209	Columbus, Ohio	Delphi Safety & Interiors	339734	10/03/05	990.00	990.00	
550022209	Columbus, Ohio	Delphi Safety & Interiors	339816	10/04/05	1,982.00	1,982.00	
550022209	Columbus, Ohio	Delphi Safety & Interiors	339873	10/05/05	1,982.00	1,982.00	382.91
550022209	Columbus, Ohio	Delphi Safety & Interiors	339916	10/06/05	990.00	990.00	
550022209	Columbus, Ohio	Delphi Safety & Interiors	339998	10/07/05	3,039.04	3,039.04	
		·					

Opco Name: TT Optek Technology

r						Reclamat	
PO	Delphi "Ship To"	"Bill To"	Invoice	TT Electron	Invoice	Amount Filed with	Amount Delphi
Number	Location	Customer Name	Number	Date	Amount	Reclaim	Agreed To
550069302	El Paso, Tx	Delphi Energy & Chasis	336431	07/29/05	31,010.00		
550069302	El Paso, Tx	Delphi Energy & Chasis	336744	08/05/05	119,610.00		
550069302	El Paso, Tx	Delphi Energy & Chasis	337061	08/12/05	97,460.00		
550069302	El Paso, Tx	Delphi Energy & Chasis	337147	08/15/05	53,160.00		
550069302	El Paso, Tx	Delphi Energy & Chasis	337402	08/19/05	141,760.00		
550023960	El Paso, Tx	Delphi Energy & Chasis	337509	08/22/05	22,848.00		
550023949	El Paso, Tx	Delphi Energy & Chasis	337510	08/22/05	14,784.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	337511	08/22/05	6,864.00		
550024766	El Paso, Tx	Delphi Energy & Chasis	337512	08/22/05	6,885.34		
550069302	El Paso, Tx	Delphi Energy & Chasis	337894	08/26/05	150,620.00		
550037170	El Paso, Tx	Delphi Energy & Chasis	337895_	08/26/05	490.36		
550069302	El Paso, Tx	Delphi Energy & Chasis	338213	09/02/05	141,760.00		
550023960	El Paso, Tx	Delphi Energy & Chasis	338348	09/06/05	22,848.00		
550023949	El Paso, Tx	Delphi Energy & Chasis	338349	09/06/05	14,784.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	338350	09/06/05	6,864.00		
550023960	El Paso, Tx	Delphi Energy & Chasis	338409	09/07/05	11,424.00		
550023949	El Paso, Tx	Delphi Energy & Chasis	338410	09/07/05	9,856.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	338411	09/07/05	2,288,00		
550069302	El Paso, Tx	Delphi Energy & Chasis	338547	09/09/05	97,460.00		
550024766	El Paso, Tx	Delphi Energy & Chasis	338548	09/09/05	3,645.18		
550023960	El Paso, Tx	Delphi Energy & Chasis	338636	09/12/05	22,848.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	338637	09/12/05	6,864.00		
550024766	El Paso, Tx	Delphi Energy & Chasis	338638	09/12/05	3,645.18		
550023949	El Paso, Tx	Delphi Energy & Chasis	338700	09/13/05	14,784.00		
550023960	El Paso, Tx	Delphi Energy & Chasis	338768	09/14/05	5,712.00		
550023949	El Paso, Tx	Delphi Energy & Chasis	338769	09/14/05	4,928.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	338770	09/14/05	2,288.00		
550069302	El Paso, Tx	Delphi Energy & Chasis	338838	09/15/05	97,460.00		
550037170	El Paso, Tx	Delphi Energy & Chasis	338966	09/19/05	920.92		
550023960	El Paso, Tx	Delphi Energy & Chasis	338967	09/19/05	22,848.00		
550023949	El Paso, Tx	Delphi Energy & Chasis	338968	09/19/05	14,784.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	338969	09/19/05	6,864.00		
550024766	El Paso, Tx	Delphi Energy & Chasis	338970	09/19/05	4,777.78		
550023949	El Paso, Tx	Delphi Energy & Chasis	339138	09/21/05	4,928.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	339139	09/21/05	2,288.00		
550023960	El Paso, Tx	Delphi Energy & Chasis	339209	09/22/05	11,424.00		
550069302	El Paso, Tx	Delphi Energy & Chasis	339265	09/23/05	97,460.00		
550037170	El Paso, Tx	Delphi Energy & Chasis	339375	09/26/05	460.46		
550023960	El Paso, Tx	Delphi Energy & Chasis	339376	09/26/05	17,136.00		
550023949	El Paso, Tx	Delphi Energy & Chasis	339377	09/26/05	9,856.00		
550023964	El Paso, Tx	Delphi Energy & Chasis	339378	09/26/05	6,864.00		
550024766	El Paso, Tx	Delphi Energy & Chasis	339379	09/26/05	4,050.20		
550069302	El Paso, Tx	Delphi Energy & Chasis	339673	09/30/05	97,460.00	97,460.00	
550037170	El Paso, Tx	Delphi Energy & Chasis	339753	10/03/05	920.92	920.92	
550055744	El Paso, Tx	Delphi Energy & Chasis	339754	10/03/05	1,424.00	1,424.00	

550023960	El Paso, Tx	Delphi Energy & Chasis	339755	10/03/05	22,848.00
550023949	El Paso, Tx	Delphi Energy & Chasis	339756	10/03/05	14,784.00
550023964	El Paso, Tx	Delphi Energy & Chasis	339757	10/03/05	6,864.00
550024766	El Paso, Tx	Delphi Energy & Chasis	339758	10/03/05	4,050.20
550023960	El Paso, Tx	Delphi Energy & Chasis	339881	10/05/05	5,712.00
550023949	El Paso, Tx	Delphi Energy & Chasis	339882	10/05/05	4,928.00
550023964	El Paso, Tx	Delphi Energy & Chasis	339883	10/05/05	2,288.00
550069302	El Paso, Tx	Delphi Energy & Chasis	340046	10/07/05	97,460.00
550023949	El Paso, Tx	Delphi Energy & Chasis	5009155	06/10/04	-18,184.60

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	T Electronics Optek Technology Totals	550058302	550022209	55022209	550022209	550022209	550022209	550023964	050023949	000020000	50222000	0000000	55000000	6000000	650022209	550024768	550023984	550023949	550023980	550055744	550037170	550078586	550078588	550078586	65022209	550069302	550078586	650078586	550022209	550022209	550022209	10/13/05/V-10-607-0215	550022209	550022209	6055200 3 5	SSOMMSS.	9000000	OCCCOUNT	550078588	OUCCAUD-S	5300044553		PO Number	
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